



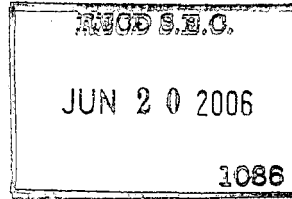
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American Stock Exchange
86 Trinity Place
New York, NY 10006-1872

June 20, 2006

Mr. Brian Johnson
Branch Chief
Filer Support 2
Office of Filing Information
Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549



1-32920

Dear Mr. Johnson:

This is to certify that on June 20, 2006 the American Stock Exchange LLC (the "Exchange") received from Kodiak Oil & Gas Corp. (the "Registrant"), a copy of the Registrant's application on Form 8-A for the registration of the following securities:

Common Shares, no par value

We further certify that the above described securities have been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

Bryan Fischer
Managing Director
Listing Qualifications Department

cc: Herbert Scholl

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